

**Board of Directors**  
**WEST CONTRA COSTA HEALTHCARE DISTRICT**

A Special Board meeting of the Board of Directors of the **WEST CONTRA COSTA HEALTHCARE DISTRICT** was called to order at 2:03 p.m. on Friday, October 6, 2006, at the Doctors Medical Center Administrative Conference Room at 2000 Vale Rd., San Pablo, CA.

**Roll Call**

Present: Directors Wallace, Carson, Moore-Cash, Campbell, and Casazza

**Absent**

None.

**Also Present**

Irwin Hansen, CEO

Peggy Lipper, CDO

Debby Smith, Interim COO

**Trusteeships and Oversight of Pension and Other Benefit Plans**

Director Wallace notified the board that Dev Mahadevan and Melissa Ridlon would be removed from the signature cards at our bank.

Irwin Hansen, CEO said that there are individuals who are authorized by the board to sign on behalf of the institution. We have had two separations from the institution, Dev Mahadevan and Melissa Ridlon, and what we are asking today is that the board approves to take them off that signature authority card.

**Director Casazza motioned the approval of the Authorization of Trusteeships and Oversight of Pension and Other Benefit Plans. It was seconded by director Carson and approved by the board unanimously.**

**Re-Organization of Board Officers**

Director Casazza stated that she had reviewed the Brown Act and believes that we will be in violation of the Brown Act since it does not clearly state what the agenda item is and that the Brown Act states that “agenda items contain sufficient descriptions to enable members of the general public to determine the general nature of the subject matter of each agenda item so that they may seek further information of items of interest.” It is unclear to some board members and members of the public as to what is going to be discussed.

Director Campbell stated that she had spoken with legal council regarding the proper verbiage of the agenda item and it was cleared.

Director Wallace requested that this be put on the agenda for the next full board meeting.

### **Review of Administrative Staff**

Director Wallace stated that she has spoken with legal council regarding this matter and it needs to be discussed in a closed session. In order for them to report to a closed session at this time it requires a 4/5 vote from the board.

**The board was polled for voting on reporting to a closed session meeting to discuss the review of administrative staff. Directors Campbell, Carson and Moore-Cash voted in favor of the closed session. Directors Wallace and Casazza denied the vote and therefore the board did not report to closed session and this will be placed on the agenda for a special closed session meeting.**

### **Review of Business Plan**

Irwin Hansen, CEO, gave a brief presentation of the business plan which is still a work in progress that was presented yesterday. He started off saying that we did receive money from the state today to help stabilize the organization through the next 2-3 pay periods. Payroll was met on September 29<sup>th</sup> and on October 13<sup>th</sup> we will meet payroll as well. Before yesterday's meeting and assistance we were in the position to believe that we would have to cease operations by October 27<sup>th</sup>.

The immediate cash crisis is due to the summer patient activity being slower than usual, accounts receivable is slow due to our new conversion to the McKesson system, our on-going losses from operations (\$1-1.5 million per month), and our inability to do 2<sup>nd</sup> round funding through COPS. Our mission is to provide emergency services plus primary and secondary hospital care, the mission is our reason for being here. Our struggle is that West County has a large proportion of underinsured people. Over 60% of the insured population belongs to Kaiser and many of the primary care physicians who work in the district are referring their patients for hospitalization outside of the district.

Our proposed business model will be sustainable in reducing high cost services, improving productivity and enhancing payer mix. The scope of services will be to have a basic level emergency room, primary and secondary level services and outpatient services. We have eliminated some of the high cost services such as closing the burn unit, the new beginnings program, the OB program and restricting cardiovascular surgery back up for the Cath Lab. We have also consolidated all Pinole services to San Pablo.

### **Other**

The meeting will be rescheduled for Thursday, October 19<sup>th</sup> at 3:00 pm.

### **Public Comment**

Members of the public had concerns with the relationship between board members and being united and in agreement in a time of difficulty instead of looking like they are falling apart. We need to see the stability of the board so the public and employees feel that they are capable of having them run the hospital and make viable decisions. There needs to be better communication among board members.

**Adjournment**

The meeting was adjourned at 3:45 pm.